

## **Exhibit 2**

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**From:** Blattmachr, Jonathan <jblattmachr@bakerlaw.com>  
**Sent:** Monday, January 07, 2019 12:59 PM  
**To:** Ginsberg, Bruce; Woltering, Catherine E.  
**Cc:** Levy, Adam  
**Subject:** RE: Motion for Leave to File Amended Complaint

Bruce,

We do not consent to combining the Trustee's Motion for Leave to Amend and a motion to dismiss. We offered you in August the opportunity to deal with this on a motion to dismiss instead of the leave to amend, but you turned it down. Our team spent a lot of time and effort on the motion for leave and it should be dealt with now. Further to that, the Court was adamant about moving things along with respect to this motion, so we want to expeditiously move forward on it.

Regards,  
Jon

Jonathan D. Blattmachr  
212.589.4607 | [jblattmachr@bakerlaw.com](mailto:jblattmachr@bakerlaw.com)

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**From:** Ginsberg, Bruce <BGinsberg@dglaw.com>  
**Sent:** Friday, January 04, 2019 4:14 PM  
**To:** Blattmachr, Jonathan <jblattmachr@bakerlaw.com>; Woltering, Catherine E. <cwoltering@bakerlaw.com>  
**Cc:** Levy, Adam <alevy@dglaw.com>  
**Subject:** RE: Motion for Leave to File Amended Complaint

Jon and Cat,

Regardless of how the court decides the Trustee's motion for leave to amend, the next step in the litigation, as contemplated by the parties' stipulation, will be for defendants to move to dismiss. Although each motion obviously seeks different relief, the motions likely will raise overlapping substantive arguments. As such, bringing both motions now will be more efficient, conserve resources, and expedite resolution of issues that the court will have to address no matter what. It is precisely for these reasons that courts will direct a defendant to make its motion to dismiss an amended complaint as a cross-motion to a plaintiff's motion to amend.

**BRUCE M. GINSBERG**

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**From:** Blattmachr, Jonathan [<mailto:jblattmachr@bakerlaw.com>]  
**Sent:** Friday, January 04, 2019 10:55 AM  
**To:** Ginsberg, Bruce; Woltering, Catherine E.  
**Cc:** Levy, Adam  
**Subject:** RE: Motion for Leave to File Amended Complaint

Bruce,

Regarding our call yesterday, we would like to understand the purpose of your proposed combination of a motion to dismiss and the Trustee's Motion for Leave to Amend. Specifically, could you please articulate what issues you would need to address in a motion to dismiss that could not be addressed in connection with the Trustee's motion?

Thanks,  
Jon

Jonathan D. Blattmachr  
212.589.4607 | [jblattmachr@bakerlaw.com](mailto:jblattmachr@bakerlaw.com)

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**From:** Ginsberg, Bruce <[BGinsberg@dglaw.com](mailto:BGinsberg@dglaw.com)>  
**Sent:** Thursday, January 03, 2019 11:44 AM  
**To:** Blattmachr, Jonathan <[jblattmachr@bakerlaw.com](mailto:jblattmachr@bakerlaw.com)>; Woltering, Catherine E. <[cwoltering@bakerlaw.com](mailto:cwoltering@bakerlaw.com)>  
**Cc:** Levy, Adam <[alevy@dglaw.com](mailto:alevy@dglaw.com)>  
**Subject:** RE: Motion for Leave to File Amended Complaint

Will do.

**BRUCE M. GINSBERG**

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**From:** Blattmachr, Jonathan [<mailto:jblattmachr@bakerlaw.com>]  
**Sent:** Thursday, January 03, 2019 11:43 AM  
**To:** Ginsberg, Bruce; Woltering, Catherine E.  
**Cc:** Levy, Adam  
**Subject:** RE: Motion for Leave to File Amended Complaint

Bruce:

4pm today works. Please use the following for the call:

866-468-2930

Code: 212 589 4607

Thanks,  
Jon

Jonathan D. Blattmachr  
212.589.4607 | [jblattmachr@bakerlaw.com](mailto:jblattmachr@bakerlaw.com)

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**From:** Ginsberg, Bruce <[BGinsberg@dglaw.com](mailto:BGinsberg@dglaw.com)>  
**Sent:** Thursday, January 03, 2019 11:35 AM  
**To:** Woltering, Catherine E. <[cwoltering@bakerlaw.com](mailto:cwoltering@bakerlaw.com)>; Blattmachr, Jonathan <[jblattmachr@bakerlaw.com](mailto:jblattmachr@bakerlaw.com)>  
**Cc:** Levy, Adam <[alevy@dglaw.com](mailto:alevy@dglaw.com)>  
**Subject:** Motion for Leave to File Amended Complaint

Cat and Jon,

We'd like to run something by you. Is it possible to schedule a call for 2 or 4pm today? If not, how about 11am tomorrow?

Regards,

**BRUCE M. GINSBERG**

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